

**AGENDA**  
**HILLSBOROUGH MUNICIPAL UTILITIES AUTHORITY**  
**Wednesday, February 19, 2020**

**ANNOUNCEMENT BY CHAIRMAN**

In accordance with the provisions of the Open Public Meetings, Act, P.L 1975, c. 231, as amended, notice of this meeting was duly provided as part of the annual meeting notice on March 12, 2019.

**ROLL CALL**

**REORGANIZATION (Agenda attached)**

**APPROVAL OF MINUTES** – February 8, 2020

**BUSINESS FROM THE FLOOR**

**MATTERS FOR CONSIDERATION**

- **SUB-COMMITTEE APPOINTMENTS**

**CORRESPONDENCE**

**Discussion**

- **Update on Royce Brook Trunk Line**
- **Sewer Capacity - Agha**
- **Look First Proposals**
- **New Employee for Maintenance Dept**
- **New Employee for I/I program**

**SRVSA Report**

**CLAIMS LIST APPROVAL**

**Operating Fund**                      - February 19, 2020  
**General Fund**                        - February 19, 2020

**ADJOURNMENT**

**AGENDA**

**TOWNSHIP OF HILLSBOROUGH  
MUNICIPAL UTILITIES AUTHORITY**

**ORGANIZATION MEETING**

**February 19, 2020**

**Roll Call**

**Announcement of Compliance with Open Public Meetings Act**

**Election of Officers**

**Chairman  
Vice Chairman  
Secretary  
Treasurer  
Asst. Secretary/Treasurer**

**Adoption of Order of Business**

**Resolution Re: Adoption and Publication of Annual Meeting Calendar**

**Resolution Re: Mailing of Meeting Notices and Fees**

**Resolution Re: Adoption of By-Laws**

**Resolution Re: Indemnification**

**Appointment of General Counsel**

**Appointment of Special Counsel**

**Appointment of Auditor**

**Appointment of Consulting Engineer**

**Appointment of Professional Engineer**

**Organization Meeting Agenda  
February 19, 2020**

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**Appointment of Risk Management Consultant**

**Designation of Acting Executive Director As “Authority Officer”**

**Appointment of Public Agency Compliance Officer**

**Establishment of Office Hours and Holiday Schedule**

**Designation of Official Newspaper**

**Adoption of Cash Management Plan**

**Designation of Official Depositories**

**Authorization for Disbursements**

**Authorization for Payroll Disbursements**

**Authorization for Investments**

**Adjournment**

**AGENDA**

**TOWNSHIP OF HILLSBOROUGH  
MUNICIPAL UTILITIES AUTHORITY**

**ORGANIZATION MEETING**

**February 19, 2020**

**Roll Call**

**Announcement of Compliance with Open Public Meetings Act**

In accordance with the provisions of the Open Public Meetings, Act, P.L 1975, c. 231, as amended, notice of this meeting was duly provided as part of the annual meeting notice on March 8, 2019.

**Election of Officers**

Chairman  
Vice Chairman  
Secretary  
Treasurer  
Asst. Secretary/Treasurer

**Adoption of Order of Business**

**BE IT RESOLVED** that the order of business set forth below be adopted by The Township of Hillsborough Municipal Utilities Authority to govern the proceedings of the Authority at all meetings until the Organization Meeting in February, 2021.

1. Roll Call
2. Announcement of Compliance with “Open Public Meetings Act”
3. Disposition of Minutes of Prior Meetings
4. Public Hearings on all matters scheduled pursuant to public notice, such as rate resolutions, bond resolutions, receipt of bids, etc.
5. Business from the floor

- 6. Reports of -
  - (a) Engineer
  - (b) Consulting Engineers
  - (c) Auditor
  - (d) Attorney
  - (e) Committee Reports
- 7. Consideration of Matters Requiring Action
- 8. Consideration of New Matters and Correspondence
- 9. Approval of Claims
- 10. Investments
- 11. Business from the Floor
- 12. Adjournment

**Resolution Re: Adoption and Publication of Annual Meeting Calendar**

**BE IT RESOLVED** that in accordance with the provisions of the “Open Public Meetings Act”, (C, 321, P.L. 1975) the following schedule of public meetings shall be adopted for the year ending February 28, 2021; and

**BE IT FURTHER RESOLVED** that said schedule be posted on the Authority’s Web site, advertised in the Hillsborough Beacon and the Courier-News, and that copies of said schedule be posted on the bulletin board of the Authority and filed with the Township Clerk.

**TOWNSHIP OF HILLSBOROUGH MUNICIPAL UTILITIES AUTHORITY  
PUBLIC NOTICE**

In compliance with the “Open Public Meetings Act” (C, 321, P.L. 1975) of the State of New Jersey, PLEASE TAKE NOTICE that the Township of Hillsborough Municipal Utilities Authority will hold public meetings for the transaction of the Authority business in accordance with the following schedule:

- |                 |                             |
|-----------------|-----------------------------|
| March 25, 2020  | September 23, 2020          |
| April 22, 2020  | October 28, 2020            |
| May 27, 2020    | November 24, 2020 (Tuesday) |
| June 24, 2020   | December 16, 2020           |
| July 22, 2020   | January 27, 2021            |
| August 26, 2020 | February 24, 2021           |

**PLEASE TAKE FURTHER NOTICE** that all of the above listed meetings will commence at 8:00 P.M. at the offices of the Authority at 220 Triangle Road, Suite 234, in the Township of Hillsborough, County of Somerset, State of New Jersey.

Copies of this notice have been posted on the Authority's Web site and at the offices of the Authority, filed with the Hillsborough Township Clerk, and published in the Courier-News and the Hillsborough Beacon.

Tracie Hohnhorst, Acting Executive Director

THE TOWNSHIP OF HILLSBOROUGH  
MUNICIPAL UTILITIES AUTHORITY

**Resolution Re: Mailing of Meeting Notices and Fees**

**BE IT RESOLVED** by The Township of Hillsborough Municipal Utilities Authority that the Acting Executive Director is hereby directed to mail the annual meeting notice and all 48 hour notices to any person so requesting same upon payment to the Authority of the sum of \$10.00 which is hereby declared to be the reasonable sum for each mailing to be made hereunder; provided, however, that mailing to the newspapers shall be without charge.

**Resolution Re: Adoption of By-Laws**

**BE IT RESOLVED** that the following By-Laws of The Township of Hillsborough Municipal Utilities Authority be adopted: (By-Laws attached hereto).

**Resolution Re: Indemnification**

**BE IT RESOLVED** by The Township of Hillsborough Municipal Utilities Authority this 19th day of February 2020, as follows:

Section 1. Except as hereinafter provided, The Township of Hillsborough Municipal Utilities Authority ("Authority") shall, upon the request of any present or former official, employee or appointee of the Authority provide for the indemnification and legal defense of any civil action brought against said person or persons arising from an act or omission falling within the scope of their public duties with the Authority.

Section 2. The terms of this Resolution and the definition of official, employee and appointee are to be construed liberally in order to effectuate the purposes of this Resolution, except that these terms shall not mean a) any person who is not a natural person; b) any person while providing goods or services of any kind under any contract with the Authority, except an employment contract; c) any person while providing legal or engineering services for compensation unless said person is an employee of the Authority; and d) any person who as a condition of his or her

appointment or contract is required to indemnify and defend the Authority and/or secure insurance.

Section 3. The Authority shall provide for defense of and indemnify any present or former official, employee or appointee of the Authority who becomes a defendant in a civil action if the person or persons involved a) acted or failed to act in a matter in which the Authority has or had an interest; b) acted or failed to act in the discharge of a duty imposed or authorized by law; and c) acted or failed to take action in good faith. For purposes of this Resolution, the duty and authority of the Authority to defend and indemnify shall extend to a cross-claim or counterclaim against said person.

Section 4. The Authority shall not indemnify any person against the payment of punitive damages, penalties, or fines, but may provide for the legal defense of such claims in accord with the standards set forth herein. The Authority may refuse to provide for the defense and indemnification of any civil action referred to herein if the Authority determines that a) the act or omission did not occur within the scope of a duty authorized or imposed by law; b) the act or failure to act was the result of actual fraud, willful misconduct or actual malice of the person requesting defense and indemnification; or c) the defense of the action or proceeding by the Authority would create a conflict of interest between the Authority and the person or persons involved.

Section 5. In any other action or proceeding, including criminal proceedings, the Authority may provide for the defense of a present or former official, employee or appointee, if the Authority concludes that such representation is in the best interest of the Authority and that the person to be defended acted or failed to act in accord with the standards set forth in this Resolution.

Section 6. Whenever the Authority provides for the defense of any action set forth herein and as a condition of such defense, the Authority may assume exclusive control over the representation of such persons defended and such person shall cooperate fully with the Authority.

Section 7. The Authority may provide for the defense pursuant to this Resolution by authorizing its General Counsel to act on behalf of the person being defended or by employing other counsel for this purpose or by asserting the right of the Authority under any appropriate insurance policy that requires the insurer to provide defense.

Section 8. This Resolution shall take effect immediately.

### **Appointment of General Counsel**

**WHEREAS**, there exists a need for legal advice and professional legal services to The Township of Hillsborough Municipal Utilities Authority (hereinafter the “Authority”); and

**WHEREAS**, the Authority has determined and certified that the value of the contract may exceed \$17,500; and

**WHEREAS**, funds are available for this purpose, and

**WHEREAS**, the “New Jersey Pay To Play” Law, (N.J.S.A. 19:44A-20.4 et seq) requires that the resolution authorizing the award of contracts for “Professional Services” thru the ‘Fair and Open’ Process was publicly advertised;

**NOW, THEREFORE, BE IT RESOLVED** by The Township of Hillsborough Municipal Utilities Authority as follows:

1. The Chairman and Secretary be and they are hereby authorized and directed to execute a certain agreement dated February 19, 2020 and filed with the Acting Executive Director of the Authority between the Authority and **Law Offices of Peter Cipparulo**.
2. The contract is awarded as a “Professional Service” based on Qualifications and Proposals;
3. The Acting Executive Director shall publish a notice of award of said contract in the Courier News and Hillsborough Beacon in accordance with the provisions of the Local Public Contracts Law.

#### **Appointment of Auditor**

**WHEREAS**, there exists a need for professional auditing services to The Township of Hillsborough Municipal Utilities Authority (hereinafter the “Authority”), and

**WHEREAS**, the Authority has determined and certified that the value of the contract may exceed \$17,500; and

**WHEREAS**, funds are available for this purpose, and

**WHEREAS**, the “New Jersey Pay To Play” Law, (N.J.S.A. 19:44A-20.4 et seq) requires that the resolution authorizing the award of contracts for “Professional Services” thru the ‘Fair and Open’ Process was publicly advertised;

**NOW, THEREFORE, BE IT RESOLVED** by The Township of Hillsborough Municipal Utilities Authority as follows:

1. The Chairman and Secretary be and they are hereby authorized and directed to execute a certain agreement dated February 19, 2020 and filed with the Acting Executive Director of the Authority between the Authority and **Suplee, Clooney and Company**.



2. The contract is awarded as a “Professional Service” based on Qualifications and Proposals;
3. The Acting Executive Director shall publish a notice of award of said contract in the Courier News and Hillsborough Beacon in accordance with the provisions of the Local Public Contracts Law.

**Appointment of Special Counsel**

**WHEREAS**, there exists a need for Special Legal Counsel to The Township of Hillsborough Municipal Utilities Authority (hereinafter the “Authority”); and

**WHEREAS**, the Authority has determined and certified that the value of the contract may exceed \$17,500; and

**WHEREAS**, funds are available for this purpose, and

**WHEREAS**, the “New Jersey Pay To Play” Law, (N.J.S.A. 19:44A-20.4 et seq) requires that the resolution authorizing the award of contracts for “Professional Services” thru the ‘Fair and Open’ process was publicly advertised;

**NOW, THEREFORE, BE IT RESOLVED** by The Township of Hillsborough Municipal Utilities Authority as follows:

1. The Chairman and Secretary be and they are hereby authorized and directed to execute a certain agreement dated February 19, 2020 and filed with the Acting Executive Director of the Authority between the Authority and **John Napolitano, Esq., of Cleary, Giacobbe, Alfieri & Jacobbs, LLC.**
2. The contract is awarded as a “Professional Service” based on Qualifications and Proposals;
3. The Acting Executive Director shall publish a notice of award of said contract in the Courier News and Hillsborough Beacon in accordance with the provisions of the Local Public Contracts Law.

**Appointment of Consulting Engineers**

**WHEREAS**, there exists a need for the services of a Consulting Engineering firms to The Township of Hillsborough Municipal Utilities Authority; and

**WHEREAS**, funds are available for this purpose, and

**WHEREAS**, the Authority has determined and certified that the value of the contract will exceed \$17,500 thus requiring this contract is be awarded under a process that does not permit certain political contributions be made pursuant to the provisions of the Pay-To Play Law (N.J.S.A. 19:44A-20.5), and

**WHEREAS**, a Business Entity Disclosure Certification has been submitted which certifies that **CME Associates and Van Note-Harvey Associates** will not make any reportable contributions to a candidate committee, joint candidates committee; or political party committee representing the elected officials of the Township of Hillsborough as defined pursuant to N.J.S.A. 19:44A-3(p), (q) and (r), and

**WHEREAS**, the “New Jersey Pay To Play” Law, (N.J.S.A. 19:44A-20.4 et seq) requires that the resolution authorizing the award of contracts for “Professional Services” thru the ‘Fair and Open’ Process was publicly advertised;

**NOW, THEREFORE, BE IT RESOLVED** by The Township of Hillsborough Municipal Utilities Authority as follows:

1. The Chairman and Secretary be and they are hereby authorized and directed to execute a certain agreement dated February 19, 2020 and filed with the Acting Executive Director of the Authority between and **Jerome A. Harris, P. E., P.P. of CME Associates and Van Note-Harvey Associates and the Authority.**
2. The contract is awarded as a “Professional Service” based on Qualifications and Proposals;
3. The Acting Executive Director shall publish a notice of the award of said contract in the Courier News and Hillsborough Beacon in accordance with the provisions of the Local Public Contracts Law.

**Appointment of Professional Engineer**

**WHEREAS**, there exists a need for the services of a Professional Engineer by The Township of Hillsborough Municipal Utilities Authority (hereinafter the “Authority”), and

**WHEREAS**, funds are available for this purpose, and

**WHEREAS**, the Authority has determined and certified that the value of the contract will exceed \$17,500 thus requiring this contract is be awarded under a process that does not permit certain political contributions be made pursuant to the provisions of the Pay-To Play Law (N.J.S.A. 19:44A-20.5), and

**WHEREAS**, a Business Entity Disclosure Certification has been submitted which certifies that **CME Associates** will not make any reportable contributions to a candidate committee, joint candidates committee; or political party committee representing the elected officials

of the Township of Hillsborough as defined pursuant to N.J.S.A. 19:44A-3(p), (q) and (r), and

**WHEREAS**, the “New Jersey Pay To Play” Law, (N.J.S.A. 19:44A-20.4 et seq) requires that the resolution authorizing the award of contracts for “Professional Services” thru the ‘Fair and Open’ Process was publicly advertised;

**NOW, THEREFORE, BE IT RESOLVED** by The Township of Hillsborough Municipal Utilities Authority as follows:

1. The Chairman and Secretary be and they are hereby authorized and directed to execute a certain agreement dated February 19, 2020 and filed with the Acting Executive Director of the Authority between **Jerry Harris, P.E., P.P. of CME Associates** and the Authority.
2. The contract is awarded as a “Professional Service” based on Qualifications and Proposals.
3. The Acting Executive Director shall publish a notice of the award of said contract in the Courier News and the Hillsborough Beacon in accordance with the provisions of the Local Public Contracts Law.

**Appointment of Risk Management Consultant**

**WHEREAS**, the Township of Hillsborough Municipal Utilities Authority is a member of the New Jersey Utility Authorities Joint Insurance Fund, and

**WHEREAS**, the bylaws of said fund require that each Authority appoint a Risk Management Consultant to perform various professional services as detailed in the bylaws; and

**WHEREAS**, the judgmental nature of a Risk Management Consultant’s duties renders comparative bidding impractical; and

**WHEREAS**, the Authority has determined and certified that the value of the contract may exceed \$17,500; and

**WHEREAS**, funds are available for this purpose, and

**WHEREAS**, the “New Jersey Pay To Play” Law, (N.J.S.A. 19:44A-20.4 et seq) requires that the resolution authorizing the award of contracts for “Professional Services” thru the ‘Fair and Open’ Process was publicly advertised;

**NOW, THEREFORE, BE IT RESOLVED** by the Township of Hillsborough Municipal Utilities Authority as follows:

1. The Chairman and Secretary be and they are hereby authorized and directed to execute a certain agreement dated February 19, 2020 and filed with the Acting Executive Director of the Authority between the **Danskin Insurance Agency**, as its Risk Management Consultant in accordance with the bylaws of the New Jersey Utility Authorities Joint Insurance Fund.
2. The Acting Executive Director shall publish a notice of the award of said contract in the Courier News and Hillsborough Beacon in accordance with the provisions of the Local Public Contracts Law.

**Designation of Acting Executive Director as “Authority Officer”**

**BE IT RESOLVED**, by The Township of Hillsborough Municipal Utilities Authority, that the Acting Executive Director of The Township of Hillsborough Municipal Utilities Authority, Tracie Hohnhorst, be and is hereby authorized to perform acts and execute documents as “Authority Officer” in accordance with the provisions and definition of “Authority Officer” in Section 105 (9) of the General Bond Resolution adopted on April 26, 1983.

**Appointment of Public Agency Compliance Officer**

**BE IT RESOLVED**, in accordance with N.J.A.C. 17:27-3.5, Tracie Hohnhorst, Acting Executive Director, is hereby designated the Public Agency Compliance Officer for The Township of Hillsborough Municipal Utilities Authority.

**Establishment of Office Hours and Holiday Schedule**

**BE IT RESOLVED** that the offices of the Authority shall be open from 9:00 A.M. until 4:00 P.M. daily Monday through Friday; and

**BE IT FURTHER RESOLVED** that the offices of the Authority shall be closed in observance of the following holidays as well as such other holidays as may be declared from time to time by resolution of the Authority:

|                        |                      |
|------------------------|----------------------|
| New Year’s Day         | Columbus Day         |
| Martin Luther King Day | General Election Day |
| Lincoln’s Birthday     | Veteran’s Day        |
| Presidents Day         | Thanksgiving Day     |
| Good Friday            | Thanksgiving Friday  |
| Memorial Day           | Christmas Day        |
| Independence Day       | Day after Christmas  |
| Labor Day              |                      |

**Designation of Official Newspaper**

**BE IT RESOLVED** that the Hillsborough Beacon and the Courier News be and are hereby designated the official newspapers of the Authority.

**Adoption of Cash Management Plan**

**BE IT RESOLVED** that the following Cash Management Plan be adopted by the Township of Hillsborough Municipal Utilities Authority and the Acting Executive Director be authorized to implement said plan:

1. All funds received by the Authority shall be deposited in designated depositories within 24 hours of receipt.
2. All funds shall be deposited in interest bearing accounts.
3. The Acting Executive Director is hereby authorized to negotiate the purchase and sale of U.S. Government obligations, or to invest in time open accounts or certificates of deposit, whichever shall provide the most favorable rates of interest.
4. All claims shall be approved for payment by a majority of the members and checks shall be issued in payment of said claims in accordance with the authorization for disbursements adopted by the Authority.

**Designation of Official Depositories**

**BE IT RESOLVED** that the following banks be designated as Depositories for funds of The Township of Hillsborough Municipal Utilities Authority until the organization meeting in February, 2021.

|                            |  |
|----------------------------|--|
| Affinity Credit Union      | Amboy National Bank                      |
| Bank of America            | Chase Bank                               |
| Constitution National Bank | Financial Resources Federal Credit Union |
| Fulton Bank                | Peapack Gladstone Bank                   |
| PNC Bank                   | Provident Bank                           |
| TD Bank                    | Valley National Bank                     |
| Wells Fargo Bank NA        | Unity Bank                               |

**BE IT FURTHER RESOLVED** that the Treasurer be and is hereby authorized to assign the various accounts of the Authority to any of the above-named depositories.

**Authorization for Disbursements**

**BE IT RESOLVED** that all disbursements of The Township of Hillsborough Municipal Utilities Authority Operating Fund, Construction Fund, General Fund, and Inspection Trust Fund shall be made by checks signed by any two members of the Authority and countersigned by the Acting Executive Director.

**BE IT FURTHER RESOLVED** that all disbursements of The Township of Hillsborough Municipal Utilities Authority Petty Cash Account be made by checks signed by any member of the Authority and Acting Executive Director of the Authority; and

**BE IT FURTHER RESOLVED** that all disbursements of The Township of Hillsborough Municipal Utilities Authority Revenue Fund transmitting revenues to the Trustee be made by checks signed by any one of the following:

- |                           |                           |
|---------------------------|---------------------------|
| Chairman                  | Vice-Chairman             |
| Secretary                 | Treasurer                 |
| Asst. Secretary/Treasurer | Acting Executive Director |

**Authorization for Payroll Disbursements**

**BE IT RESOLVED** that salaries and wages be paid by checks disbursed from the payroll account on a biweekly, monthly or quarterly basis as elected by the employees, said checks to be signed by any one of the following:

- |                           |                           |
|---------------------------|---------------------------|
| Chairman                  | Vice-Chairman             |
| Secretary                 | Treasurer                 |
| Asst. Secretary/Treasurer | Acting Executive Director |

**Authorization for Investments**

**BE IT RESOLVED** that the Acting Executive Director is hereby authorized to negotiate the purchase and sale of U.S. Government obligations, or to invest in time open accounts or certifications of deposit, whichever is the most favorable to achieve the best program for the investment of Authority funds; and

**BE IT FURTHER RESOLVED** that all such transactions shall be reported to the following regular meeting of the Authority.

**Adjournment**